EXHIBIT X

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Beta Solicitation Package

8600 Phone
8690 Phone
SIP Server v1.0
SIP Server v1.1
Unified Communicator v2.0
Unified Communicator v2.1

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1. Overview

This package represents Inter-Tel's invitation for you request participation in the Beta program for the products listed on the cover of this document. These products include a new release of the Unified Communicator product, a new release of the SIP Server product, an advanced SIP-based IP phone with a color-touch screen and a low cost, SIP-based non-display IP phone.

1.1 Purpose

The purpose of this document is to clarify the methodologies that will be employed during the Beta program. It discusses the expectations of all Beta participants and contains the forms that must be filled out in order to qualify for consideration in the Beta program.

1.2 Scope

The following table lists the products produced within the Beta program along with a brief description of each:

Product	Brief Description
Unified Communicator v2.0	Enhancements for Unified Communicator product
SIP Server v1.0	Software patch to enable communications between SIP Server 1.x and UC 2.x
8690 Phone	Advanced SIP-based IP phone with color touch screen
Unified Communicator v2.1	Maintenance release of Unified Communicator to support 8690 phone
8600 Phone	SIP-based non-display phone
SIP Server v1.1	Maintenance release of SIP Server to support 8600 and 8690 phones

2. Beta Test Objectives

Inter-Tel performs Beta testing with the following objectives in mind:
- Verify system operation and stability including OAI and CT applications, under numerous real-world configurations.
- Provide Dealers, Branches, and customers with a preliminary view of the product.
- Verify Inter-Tel's:
  - Software Release processes
  - Part number activation and control processes
  - Marketing collateral
  - Sales processes
  - Materials acquisition processes
  - Manufacturing processes
  - Inventory Control processes
  - Order processing from taking the order through product delivery
  - Quality Control processes
  - Technical Support processes and escalation procedures

3. Beta Program Criteria

Beta customers will install, utilize and review functionality for each product as it becomes available.

3.1 Reseller Specifics

Resellers must actively participate in Beta Testing. This includes rapid installation of equipment once on-site and providing feedback on the product and overall Beta program. Participants must understand that technical problems may arise during Beta.

Customers must agree to the following:

➢ The initial install must occur within five (5) days of receiving the release. Typically a dealer will burn-in the platform for 24-hours before installing on site; thus, four (4) days are needed. Updates must be applied within two days of receiving the upgrade.

➢ End-user customers must be made aware in writing that they are participating in a Beta test program.

➢ Two (2) points of contact must be identified that Inter-Tel may contact directly to get feedback on how the product is perceived from their viewpoint. Contact information must include email address as well as phone number. A survey will be taken at least twice during the Beta period. One halfway through and the other at completion. This survey may be completed either faxed or sent via email.

➢ The Reseller must complete weekly feedback forms and deliver them (email or fax) to their Project Manager.

➢ The Reseller must complete a final Beta feedback form and deliver it (email or fax) to their Project Manager.

➢ The Reseller must participate in weekly conference calls during the Beta Program.

➢ The Customer must allow remote connection and access to system through a network connection via Terminal Server. This will be used for collecting log files, statistics, and troubleshooting.

➢ Each Reseller must train at least one technician during the Beta program.

There are penalties associated with not meeting these requirements. See "Billing Procedures for Beta Participation" below.

The credit rating of the distributor is a major factor in Beta participation. Although the proposed Beta site may be perfect for the test criteria, the program does not allow for distributors on credit hold who will delay the installation schedule.

3.2 Billing Procedures for Beta Participation

We will require that the reseller have an account with Inter-Tel that can be billed for up to the full amount of Beta pricing for the equipment and features distributed for the Beta Program. Resellers participating in Beta will receive Beta at no charge up front, but a PO is required to order the equipment. Beta equipment and features will continue to be no charge contingent on meeting the participation requirements. The reseller may be billed at Beta pricing for the equipment and features ordered based on the level of violation to the participation requirements. Listed below are some of the guidelines for the requirements.

➢ Must install within 5 days of receiving the product.

➢ Must install upgrades within two days of receiving them.

➢ Must participate in the weekly Beta conference calls.

➢ Must meet technical established technical training requirements which include instructor-led classes in Chandler, AZ

If the resellers participate and meet the above conditions a no charge bill will be produced. If any portions of the above commitments are not met, the customer will be billed for an amount of the total Beta price or possibly lose participation in the Beta trial. The table below shows the billing impact of NOT meeting the terms and conditions of the Beta Field Trial.

Items will be purchased up front at no charge. Participation during Beta will then determine the eligibility remaining at no charge. All items being tested as Beta equipment (hardware and/or software) are eligible for billing. If the Beta site meets all of the criteria to 100% satisfaction, then 100% of what they ordered as Beta equipment will be at no charge to the Reseller's account. Lack of participation will cause portions to be billed to the Reseller's account. The portions billed will apply across the board to all of the Beta equipment that was shipped up front at no charge.

The rebate criteria are as follows:

Guideline	Billable Amount	Comments
Install within 5-days of receiving product	100%	If the Reseller fails to install the product within the 5-day window then billing will occur for the product or the product will be returned and they may not participate during the Beta period.
Get a technician trained during Beta	50%	If the Reseller fails to have a technician trained (no cost for the training for Beta participants), then this amount of the Beta order will be billed.
Install upgrades within 2-days of receiving the upgrade.	25%	The billing amount shall occur for each upgrade delivered during Beta that does not get installed within the timeframe.
Complete required feedback forms within one-week of the forms being distributed.	25%	There will be an installation, weekly and final Beta survey forms planned. The billing amount will be spread across the total number of feedback forms. The maximum billing shall not exceed 25% for this lack of participation
Participate in weekly conference call.	10%	Billing per each Beta conference call (currently there are 4 planned).

The General Manager (GM) or owner shall be informed in writing by the PM that they will be billed the percentage of the Beta order or be removed from the Beta program if they continue to not actively participate in the Beta test. This shall occur one (1) business day prior to the billing being applied to their overall Beta bill. This gives them a chance to correct the situation. If the site starts to actively participating within one (1) business day of this written notice no billing shall occur. Only one (1) opportunity will be given to correct the situation. If the Beta site fails to participate again then notice will be given, but the billing for the penalty will apply.

3.3 Beta Site Application Process

Applicants must complete the forms located at the end of this document to apply for the Beta program. The Project Manager shall inform Beta applicants of their approval or disapproval status by issuing a Beta Approval or Beta Disapproval form. The form will be sent to the Direct Office General Manager and the Primary Site contact. If approved, the installation will be scheduled.

3.4 Training Requirements

Technical Training for the BOP Beta Program will be conducted by ITU. The training will be conducted as a week-long instructor-led training course. This class will not be available at the start of Beta, but it will be offered during the Beta program. Participation in the training is required for each installation office during the Beta program. Involvement in the training course allows for the discounts to be applied.

3.5 Support Plan

US Support
Support for the US Beta sites will be accomplished in the US by the Technology Service Center via Telephone number 1-888-777-EASY. Skilled based routing may be used to route calls to the Technical Support representatives that are skilled on the particular project.
UK Support
Support for the Beta Sites in the UK will be conducted by the Customer Services Department via telephone number 01162 903007.

3.6 Feedback

There will be a weekly feedback form. This is to be delivered to the Project Manager each week before the close of business each Thursday. Beta Program participant conference calls will be held every week. Beta sites are required to participate in these calls. The Project Manager will assume the responsibility to organize and chair these conference calls.

Portions of the information gathered from the dealers and the end users may be used as testimonials for marketing purposes. A final Beta Program Evaluation Form (see Appendices) will be sent to all Beta Site Participants to determine the overall quality of the Beta Program experience.

4. Beta Pricing

Beta pricing has been established and is included in the Beta Enrollment Form. Beta equipment and software will be given at a 100% discount for participants who meet the requirements listed in the sections above. The discount will be removed, as violations occur to bring them back to the Full Beta Price. Immediate non-compliance to the rules will result in a request to return the Beta test equipment at their own expense.

The following pages contain the Beta Enrollment Form. These forms must be completed and returned via e-mail (**frank_hardaway@inter-tel.com**) or fax (480-940-1431).

⚶ INTER-TEL®

Beta Enrollment Form
(Please fill out a separate form for each Beta site, even those networked together)

Direct Office/Dealer Name: _____

Address: _____

_____

Direct Office/Dealer Primary Contact: _____

Direct Office/Dealer Primary Contact Phone: (_____) _____Ext._____

Direct Office/Dealer Primary Contact Fax: (_____) _____

Direct Office/Dealer Primary Contact e-mail address: _____

Direct Office/Dealer Secondary Contact: _____

Direct Office/Dealer Secondary Contact Phone: (_____) _____Ext._____

Direct Office/Dealer Secondary Contact Fax: (_____) _____

Direct Office/Dealer Secondary Contact e-mail address: _____

Please answer the questions on the following pages and return them to Frank Hardaway via e-mail (frank_hardaway@inter-tel.com) or fax (480-940-1431).

If you have questions, please contact Frank Hardaway in Project Management at 480-961-9000 x21121.

The customer must supply remote access via modem or IP for support.

Please sign the form below to state that you agree to the terms and conditions of the Beta program as listed in the Beta Test Plan.

Reseller Signature   _____

Site Survey Information

How many analog trunks are installed in your office?   _____

How many digital trunks are installed in your office?   _____

Do the trunks in your office have Caller ID?   _____

Do the trunks in your office have answer supervision?   _____

Do you currently use Unified Communicator v1.0?   _____

Do you have a Unified Communicator server in your office?   _____

Which of the following Operating Systems are used on desktop machines in your office?

        Windows 98   _____
        Windows NT   _____
        Windows 2000   _____
        Windows ME   _____
        Windows XP   _____

Are there individuals in your office with a PDA running PocketPC 2002?   _____
{This PDA would be used to test the PocketPC client in UC v2.x}

Are there individuals in your office with a WAP enabled device?   _____
{This device would be used to test the WAP client in UC v2.x}

        If so, please specify the WAP browser version: _____
        (This can be determined by visiting http://ituc.inter-tel.com/uc/about.asp).

How many nodes are installed at the site where Unified Communicator will be installed?   _____

Do you have a SIP Server in your office?   _____

Does your office use any devices which support Compact Flash as memory cards?   _____
{This would be used to test the Compact Flash slot in the 8690 phone}

Does anyone in your office have a residential broadband ISP provider?   _____
{This would be used to test the network connectivity of the 8690 phone}

        If so, please specify the connection type (e.g.. cable, ISDN, DSL):   _____

The following pages represent the Order Form for the Beta program. Fill out the order form and return it with the preceding pages to Frank Hardaway as stated on page 1 of this Beta Enrollment Form.

Beta Order Form

Qty Installed	Qty Desired	Part Number	Beta Price*	Product Description
		828.1653	$0.00	Unified Communicator/SIP Server Turnkey Server System (Mandatory for all Unified Communicator and SIP Server Beta orders)
		550.5267	$2137.30	Unified Communicator Server Chassis (Mandatory for all sites without an existing Unified Communicator server) Includes: - Rackmount Server - 1 GB memory module - 40 GB IDE hard drive - CD Drive - Floppy Drive - P4 1.7 GHz processor - Video Card - 2-year warranty - Windows 2000 Server Software
		840.0122	$125.00 ea	Licensing – Unified Communicator User License Includes: - Unified Communicator License for 1 user - HASP Security Key
		780.5003	$1619.20	2 Port Telephone User Interface – Unified Communicator (Optional) Includes: - Analog interface card - Security Key - Text-to-Speech Licenses, 2 Ports
		780.5004	$1872.20	4 Port Telephone User Interface (Optional) Includes: - Analog interface card - Security Key - Text-to-Speech Licenses, 4 Ports
		780.5005	$2708.20	8 Port Telephone User Interface (Optional) Includes: - Analog interface card - Security Key - Text-to-Speech Licenses, 8 Ports
		780.5006	$5780.50	24 Port Telephone User Interface (Optional) Includes: - Digital interface card - Security Key - Text-to-Speech Licenses, 24 Ports
		780.6002	$1155.00 ea	Voice User Interface – Automatic Speech Recognition license (Order as many licenses as you would like up to the number of TUI ports that were ordered.)
0	2	550.8600	$150	Non-Display SIP Phone
0	2	550.8690	$1500	Advanced SIP phone with color display
		840.0123	$100 ea	Licensing – SIP Server Trunk License Includes: - SIP Server License for 1 SIP Trunk
		840.0124	$100 ea	Licensing – SIP Server Extension License Includes: - SIP Server License for 1 SIP Device **(At least 4 licenses must be ordered to support the 8690 and 8600 phones)**

*The charges on this form illustrate prices for Beta *only* and are no way indicative of what pricing will be once the products are generally available.

Purchase Order Number for equipment _____